



BancBoston Leasing

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FEDERAL INTERSTATE COMMISSION

July 6, 1993

3-189A023

The Honorable Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, DC 20423

Dear Ms. McGee:

We have enclosed an original and one certified copy of the secondary document described below to be recorded pursuant to Section 11303 of Title 49 of the United States Code. This original document consists of:

Exhibit A - Equipment Schedule No. 11
Exhibit B - Certificate of Acceptance
Exhibit A (to Master Lease Agreement applicable to Schedule No.11) - Stipulated Loss Values

The primary document was recorded on December 11, 1992 at 3:20 PM, Recordation No. 18040.

A fee of \$16.00 is enclosed. Please return the original document after recordation to BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110.

Very truly yours,

BancBoston Leasing Inc.

By


James D. Tighe
Vice President

Enclosures

JDT:dlp

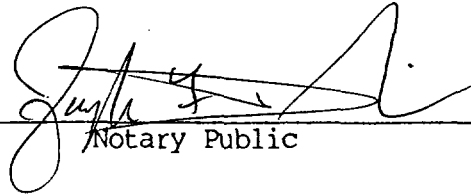
P.S. If you have any questions, please call me at 617-434-8388.

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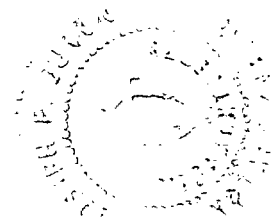
This is certified to be a true copy of the original document.

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Notary Public

My commission expires on 12-12-97



**BancBoston Leasing**

a BANK OF BOSTON company

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INTERSTATE COMMISSION

EXHIBIT A

EQUIPMENT SCHEDULE NO. 11

This Equipment Schedule No. 11 is hereby made a part of the MASTER LEASE AGREEMENT dated as of November 17, 1992 between BancBoston Leasing Inc., as Lessor, and Helm Financial Corporation, as Lessee.

1. EQUIPMENT DESCRIPTION (including quantity, model/feature, identification and/or serial number):

Railcars:

(9) 4500 cubic foot capacity (or greater) covered hopper railcars

Car Number Detail

SIRX460144

SIRX460173

SIRX470039

SIRX460172

SIRX475014

SIRX460191

SIRX475013

SIRX460190

SIRX475016

2. ACQUISITION COST: \$143,113.813. LEASE TERM: 84 months4. MONTHLY RENT: \$2,012.18 ☒ in advance ☐ in arrears5. RECOVERY PERIOD: 7 Years6. INSTALLATION SITE: 1 Mark Twain Plaza #225

Address

Edwardsville

Madison

Illinois

62025

City

County

State

Zip Code

LESSOR:

BancBoston Leasing Inc.

By

Title

LESSEE:

Helm Financial Corporation

By

William M. Peterson

Title Executive Vice President



BancBoston Leasing

a BANK OF BOSTON company

EXHIBIT B

CERTIFICATE OF ACCEPTANCE

To: BancBoston Leasing Inc.
100 Federal Street
Boston, Massachusetts 02110

Pursuant to the MASTER LEASE AGREEMENT dated as of November 17, 1992 (the "Lease Agreement") between BancBoston Leasing Inc. (the "Lessor") and the undersigned (the "Lessee"), the equipment described on Equipment Schedule No. 11 (the "Equipment") has been delivered to the location set forth in such Equipment Schedule, has been tested and inspected by Lessee, and has been found to be in good repair and working order.

The Equipment has been accepted and placed in service by Lessee for all purposes under the Lease Agreement on July 1, 1993 (the "Commencement Date").

Lessee represents, warrants and covenants that: (a) as of the Commencement Date, all representations set forth in Section 18 of the Lease Agreement apply to the Equipment accepted hereunder; (b) in the event of a sale and leaseback of the Equipment, neither Lessee nor any member of its Affiliated Group as defined in the Lease Agreement has made or will make any election under the Internal Revenue Code of 1986, as amended (the "Code") affecting the depreciation of the Equipment or of any class of property which would apply to the Equipment after the sale of the Equipment to Lessor by Lessee; (c) in the event of a sale and leaseback of the Equipment, the Equipment will not constitute property placed in service in a churning transaction within the meaning of Section 168(f)(5) of the Code; (d) neither Lessee nor any member of its Affiliated Group filing a consolidated Federal income tax return will take any deduction for recovery of the cost of the Equipment; (e) the Equipment has been placed in service under the Lease Agreement on the Commencement Date; and (f) neither Lessee nor any member of its Affiliated Group has any investment in the cost of the Equipment.

The execution of this Certificate of Acceptance by Lessee shall not be construed, in any way, to release or to waive the obligations of any manufacturer or supplier for any warranties with respect to the Equipment.

This Certificate of Acceptance applicable to Equipment Schedule No. 11 shall constitute a part of the Lease Agreement.

IN WITNESS WHEREOF Lessee, by its duly authorized officer or agent, has executed and delivered this Certificate of Acceptance which is intended to take effect as a sealed instrument.

Helm Financial Corporation

By William M. Peterson
William M. Peterson

Title Executive Vice President

**BancBoston Leasing**

A BANK OF BOSTON company

EXHIBIT A**STIPULATED LOSS VALUES**

With reference to the Rider No. 1 (the "Rider") as applicable to the Equipment set forth on Equipment Schedule No. 11, Lessor and Lessee agree that the Stipulated Loss Value shall mean the product obtained by multiplying the Acquisition Cost of the Equipment terminated pursuant to the Rider by the appropriate percentage for the Stipulated Loss Payment Date.

**STIPULATED LOSS
PAYMENT DATE****PERCENTAGE****STIPULATED LOSS
PAYMENT DATE****PERCENTAGE**

01-Jul-93	103.5638
01-Aug-93	102.7735
01-Sep-93	101.9723
01-Oct-93	101.1662
01-Nov-93	100.3550
01-Dec-93	99.5329
01-Jan-94	98.7058
01-Feb-94	97.8737
01-Mar-94	97.0353
01-Apr-94	96.1880
01-May-94	95.3356
01-Jun-94	94.4744
01-Jul-94	93.6082
01-Aug-94	92.7369
01-Sep-94	91.8568
01-Oct-94	90.9716
01-Nov-94	90.0814
01-Dec-94	89.1823
01-Jan-95	88.2782
01-Feb-95	87.3691
01-Mar-95	86.4533
01-Apr-95	85.5321
01-May-95	84.6059
01-Jun-95	83.6744
01-Jul-95	82.7380
01-Aug-95	81.7965
01-Sep-95	80.8498
01-Oct-95	79.8981
01-Nov-95	78.9415
01-Dec-95	77.9796
01-Jan-96	77.0128

01-Feb-96	76.0410
01-Mar-96	75.0643
01-Apr-96	74.0849
01-May-96	73.1006
01-Jun-96	72.1137
01-Jul-96	71.1220
01-Aug-96	70.1254
01-Sep-96	69.1263
01-Oct-96	68.1225
01-Nov-96	67.1139
01-Dec-96	66.1028
01-Jan-97	65.0870
01-Feb-97	64.0666
01-Mar-97	63.0425
01-Apr-97	62.0178
01-May-97	60.9885
01-Jun-97	59.9587
01-Jul-97	58.9244
01-Aug-97	57.8856
01-Sep-97	56.8464
01-Oct-97	55.8028
01-Nov-97	54.7547
01-Dec-97	53.7064
01-Jan-98	52.6537
01-Feb-98	51.5968
01-Mar-98	50.5374
01-Apr-98	49.4778
01-May-98	48.4141
01-Jun-98	47.3503
01-Jul-98	46.2825
01-Aug-98	45.2106

BancBoston Leasing Inc.

By: 

Title: _____

Helm Financial Corporation

By: 

William M. Peterson

Title: Executive Vice President

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EXHIBIT A**STIPULATED LOSS VALUES**

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**STIPULATED LOSS
PAYMENT DATE****PERCENTAGE****STIPULATED LOSS
PAYMENT DATE****PERCENTAGE**

01-Sep-98	44.1388
01-Oct-98	43.0631
01-Nov-98	41.9835
01-Dec-98	40.9041
01-Jan-99	39.8209
01-Feb-99	38.7340
01-Mar-99	37.6452
01-Apr-99	36.5569
01-May-99	35.4649
01-Jun-99	34.3735
01-Jul-99	33.2787
01-Aug-99	32.1805
01-Sep-99	31.0830
01-Oct-99	29.9823
01-Nov-99	28.8784
01-Dec-99	27.7754
01-Jan-2000	26.6694
01-Feb-2000	25.5603
01-Mar-2000	24.4502
01-Apr-2000	23.3418
01-May-2000	22.2306
01-Jun-2000	21.1213
01-Jul-2000	20.0000

BancBoston Leasing, Inc.

By: Title: Helm Financial CorporationBy: 

William M. Peterson

Title: Executive Vice President